

No: 11/2026/TTr-HDQT

Ho Chi Minh City, April 24, 2026

## **PROPOSAL**

***Regarding: Approval of the Signing of a construction contract between Quang Phuc Housing Development Co., Ltd. - a subsidiary of QP Green Investment Joint Stock Company - and QP Construction Investment Joint Stock Company***

**To: General Meeting of Shareholders of QP Green Investment Joint Stock Company**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 approved by the National Assembly on June 17, 2020, and documents amending and supplementing the Law on Enterprises;
- Pursuant to the Law on Securities No. 54/2019/QH14 approved by the National Assembly on November 26, 2019, and documents amending and supplementing the Law on Securities;
- Pursuant to the Government's Decree No. 155/2020/ND-CP dated December 31, 2020, detailing the implementation of a number of articles of the Law on Securities; and the Government's Decree No. 245/2025/ND-CP dated September 11, 2025, amending and supplementing a number of articles of Decree No. 155/2020/ND-CP dated December 31, 2020;
- Pursuant to Circular No. 116/2020/TT-BTC dated December 31, 2020, guiding a number of articles on corporate governance applicable to public companies;
- Pursuant to the Charter of Organization and Operation of QP Green Investment Joint Stock Company;



The Board of Directors of QP Green Investment Joint Stock Company hereby submits to the General Meeting of Shareholders for consideration and approval the entry of Quang Phuc Housing Development Co., Ltd. - a subsidiary of QP Green Investment Joint Stock Company - into a construction contract with QP Construction Investment Joint Stock Company, with details as follows:

***Detailed information regarding QP Construction Investment Joint Stock Company, Quang Phuc Housing Development Co., Ltd., and the Quang Phuc 3 Housing Project***

### **I. Introduction to QP Construction Investment Joint Stock Company**

1. Company Name: : QP Construction Investment Joint Stock Company
2. Tax Identification Number: : 3702853815
3. Company Address: : F1 Townhouse, Huynh Phuc Khang Street, Binh Duong Ward, Ho Chi Minh City, Vietnam
4. Financial status as of December 31, 2025 :
  - Equity : 103,118,591,200 VND
  - Total assets : 274,283,549,974
  - Revenue : 24,746,921,001
  - Profit after tax : 988,953,754

## II. Introduction to Quang Phuc Housing Development Co., Ltd.

1. Company Name: : Quang Phuc Housing Development Co., Ltd.
2. Tax Identification Number: : 3702847233
3. Company Address: : F1 Townhouse, Huynh Phuc Khang Street, Binh Duong Ward, HCMC, Vietnam
4. Financial status as of December 31, :  
2025  
*Equity* : 269,428,245,230 VND  
*Total assets* : 390,629,527,325 VND  
*Revenue* : 0 VND  
*Profit after tax* : (365,971,510) VND
5. Currently a subsidiary of QP Green Investment Joint Stock Company, with a 99.63% ownership stake held by QP Green Investment Joint Stock Company
6. Quang Phuc Housing Development Co., Ltd. is currently the owner of the Quang Phuc 3 Housing Project

## III. Introduction to the Quang Phuc 3 Housing Project

<i>Land area:</i>	: 137,821 m <sup>2</sup>
<i>Construction area</i>	: 137,821 m <sup>2</sup>
<i>GFA</i>	: 53,370 m <sup>2</sup>
<i>Total project investment, of which</i>	: 1,137,645,966,260 VND
- <i>Land cost</i>	: 256,394,910,120 VND
- <i>Construction cost</i>	: 881,251,056,140 VND



### **Content submitted to the General Meeting of Shareholders:**

Approve for Quang Phuc Housing Development Co., Ltd. - a subsidiary of QP Green Investment Joint Stock Company - to enter into a construction contract with QP Construction Investment Joint Stock Company with specific information as follows:

- **Total contract value:** Not exceeding 881,251,056,140 VND
- **Purpose:** Construction of all construction items for the Quang Phuc 3 Housing Project
- **Implementation time:** 2026 - 2027

Respectfully submitted to the General Meeting of Shareholders for consideration.

Sincerely!

ON BEHALF OF BOARD OF DIRECTORS  
CHAIRMAN OF BOARD OF DIRECTORS



Pham Tu Trong

## **PROPOSAL**

***Regarding: Approval of the Policy on M&A projects and borrowing plans***

**To: 2026 Annual General Meeting of Shareholders of QP Green Investment Joint Stock Company**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 approved by the National Assembly on June 17, 2020, and documents amending and supplementing the Law on Enterprises;
- Pursuant to the Law on Securities No. 54/2019/QH14 approved by the National Assembly on November 26, 2019, and documents amending and supplementing the Law on Securities;
- Pursuant to the Decree No. 155/2020/NĐ-CP of Government dated December 31, 2020, detailing the implementation of a number of articles of the Law on Securities; and the Government's Decree No. 245/2025/NĐ-CP dated September 11, 2025, amending and supplementing a number of articles of Decree No. 155/2020/NĐ-CP dated December 31, 2020;
- Pursuant to the Charter of Organization and Operation of QP Green Investment Joint Stock Company;

To implement the investment plan for expanding real estate projects in line with the development orientation of the Company in the upcoming period and to timely supplement capital for this investment plan, the Board of Directors (“**BOD**”) hereby submits to the General Meeting of Shareholders (“**GMS**”) for approval the Policy on M&A projects and borrowing plans as follows:

### **I. Policy on M&A projects and borrowing plans:**

1. Investment objective: To expand the Company's existing land bank to ensure development plans for the 2026–2030 period.
2. Project type: Residential real estate project.
3. Expected product type: Apartment units.
4. Project location: Thu Dau Mot Ward, Ho Chi Minh City (Formerly: Thu Dau Mot City, Binh Duong Province).
5. Project land area: Over 6,000 m<sup>2</sup>.
6. Project M&A investment value: Maximum 500 billion VND.
7. Funding source: Own capital of the Company (including current equity and equity from stock issuance), loans, and capital mobilized from other legal sources.
8. Implementation period: Expected from Q2/2026 to 2027.
9. Authorization to the Board of Directors:



- Implement the M&A project investment as above contents after approval of the GMS;
- Decide on appropriate forms for the M&A project, including but not limited to the following forms:
  - (1) Investment in establishing a new company/contributing capital/increasing capital in the target company to perform the M&A of the project company;*
  - (2) Direct investment in the project company through the acquisition of shares/capital contributions in the project company, or investment by contributing capital/increasing capital in the project company;*
  - (3) Other forms as deemed appropriate by the Board of Directors.*
- Decide on the M&A project investment value, payment method, payment term, payment funding structure (equity, loans, etc.), and other contents related to the M&A project investment;
- Negotiate, reach an agreement, and sign contracts and/or other relevant documents with the Seller to execute the M&A project;
- Decide on all other matters related to the implementation of the M&A project based on current legal regulations and the Company's Charter;
- During the implementation of the above, the GMS agrees to authorize the Board of Directors to delegate the Chairman of the Board of Directors and/or the General Director to carry out the necessary tasks and procedures to complete the M&A project investment.

## **II. Loan plan for M&A project investment:**

1. Lender: Bank / Credit institution / Economic organization / Individual eligible to provide loans in accordance with the law.
2. Loan limit: Maximum 400 billion VND.
3. Interest rate: As agreed with the Lender.
4. Loan term: The GMS authorizes the Board of Directors to decide on the loan term suitable to the capital demand and the Company's cash flow balancing capacity at the time of implementation.
5. Collateral for the loan:
  - Assets legally owned by the Company;
  - Assets legally owned by third parties, including: major shareholders, members of the Board of Directors, and the Company's Executive Board who agree to pledge/mortgage for the Company's loan;
  - Property rights arising from the Project;
  - Shares/capital contributions in the project company; or
  - Other assets as decided by the Board of Directors and in accordance with legal regulations.
6. Purpose of loan usage:
  - M&A project investment in the form of:
    - (1) Investment in establishing a new company/contributing capital/increasing capital in the target company to perform the M&A of the project company;*
    - (2) Direct investment in the project company through the acquisition of shares/capital contributions in the project company, or investment by contributing capital/increasing capital in the project company;*



*(3) Other forms as deemed appropriate by the Board of Directors.*

- Supplementing capital to fulfill financial obligations related to the Project (such as: payment of land use fees, construction costs, project development costs, consulting fees, legal fees, and other reasonable and valid expenses serving directly for project implementation, etc.)
7. Authorization to the Board of Directors:
- Search for and decide on the selection of a suitable Lender to implement the loan for M&A project investment;
  - Decide on the details of the loan amount, interest rate, loan term, and collateral for the loan corresponding to each Lender;
  - Decide on the details of the loan usage plan, disbursement schedule, and contents related to the M&A project investment;
  - Negotiate and reach an agreement with the Lender on the conditions, terms, commitments, and obligations of the Company to the Lender;
  - Sign, amend, and supplement loan agreements, security agreements, debt acknowledgment letters, and other necessary documents/papers between the Company and the Lender to perform loan procedures;
  - Perform other necessary tasks and procedures to implement the loan in accordance with the law.
  - During the implementation of the above, the GMS agrees to authorize the Board of Directors to delegate the Chairman of the Board of Directors and/or the General Director to carry out the necessary tasks and procedures to obtain the loan for M&A project investment.

The Board of Directors respectfully submits to the GMS for consideration and approval.

Respectfully submitted./.

*Recipients:*

- *As above;*
- *Archived: Office, BOD.*

**ON BEHALF OF BOARD OF DIRECTORS  
CHAIRMAN OF BOARD OF DIRECTORS**



**Phạm Tu Trong**

## **PROPOSAL**

***Regarding: Approval of the Policy on signing the Exclusive Marketing, Distribution,  
and Project Development Services Agreement***

**To: 2026 Annual General Meeting of Shareholders of QP Xanh Investment Joint Stock Company**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 approved by the National Assembly on June 17, 2020, and documents amending and supplementing the Law on Enterprises;
- Pursuant to the Law on Securities No. 54/2019/QH14 approved by the National Assembly on November 26, 2019, and documents amending and supplementing the Law on Securities;
- Pursuant to the Decree No. 155/2020/NĐ-CP of Government dated December 31, 2020, detailing the implementation of a number of articles of the Law on Securities; and the Government's Decree No. 245/2025/NĐ-CP dated September 11, 2025, amending and supplementing a number of articles of Decree No. 155/2020/NĐ-CP dated December 31, 2020;
- Pursuant to the Charter of Organization and Operation of QP Green Investment Joint Stock Company;

To implement the 2026 investment – business – financial plan in accordance with the development orientation of the Company in the upcoming period, the Board of Directors (“**BOD**”) hereby submits to the General Meeting of Shareholders (“**GMS**”) for approval the policy on signing the Exclusive Marketing, Distribution, and Project Development Services Contract, as well as the loan capital plan for this activity of the Company, with the following contents:

### **I. Information on the signed project and contract value**

1. Project name: Apartment complex at Lot D17
2. Location: Binh Duong Ward, Ho Chi Minh City
3. Planning information
  - + Construction floor area: 71,725.3 m<sup>2</sup>
  - + Total commercial area: 45,677 m<sup>2</sup>
  - + Total number of products: 737 apartments

### **4. Legal status of the project**

+ Decision No. 779/QĐ-UBND dated March 18, 2025, of the People's Committee of Binh Duong Province on permitting the partial transfer of the New Urban Area project within the Binh Duong Industrial – Service – Urban Complex (Lot D17), Hoa Phu and Phu Tan Wards, Thu Dau Mot City, Binh Duong Province, from the Investment and Industrial Development Corporation - JSC.



+ Document No. 12/UBND-VP dated January 8, 2026, regarding opinions on the proposal of Phu Thinh City Joint Stock Company for approval of the master plan for Lot D17 of the New Urban Area (Zone 1: 709.608 ha) within the Binh Duong Industrial – Service – Urban Complex, and the appraisal opinion of the Division of Economy, Infrastructure, and Urban Development.

+ Land Use Rights Certificate signed on June 4, 2025, regarding the transfer to Phu Thinh City Joint Stock Company.

+ The project has currently submitted the dossier for preparing the feasibility study report, and the appraisal results are expected to be announced in the third quarter of 2026. Construction may commence in 2026.

5. Name of the project developer: Phu Thinh City Joint Stock Company
6. Total value of signed contract: maximum 2,500 billion VND
7. Funding source: Own capital of the Company (*including current equity and equity from stock issuance*), loans, and capital mobilized from other legal sources.
8. Implementation period: Expected in 2026.
9. Authorization for the Board of Directors:
  - To carry out the appraisal and signing of the “Exclusive Marketing, Distribution, and Project Development Services” contract in accordance with the plan approved by the GMS;
  - To decide on the payment method, payment schedule, payment capital structure (own capital, loan capital, etc.), and other contents related to the signing of the “Exclusive Marketing, Distribution, and Project Development Services” contract;
  - To negotiate, reach an agreement, and sign the Contract and/or other relevant documents with the Project Developer;
  - To decide on all other matters related to the implementation of the Project based on current legal regulations, the Company's Charter, and to ensure financial efficiency for the Company;
  - During the implementation of the above contents, the GMS agrees to authorize the Board of Directors to empower the Chairman of the Board of Directors and/or the General Director to carry out the necessary tasks and procedures to complete the signing of the contract and implement business activities for the Apartment complex project at Lot D17.

## II. Loan plan for the implementation of the “Exclusive Marketing, Distribution, and Project Development Services” contract:

1. Lender: Bank / Credit Institution / Economic Organization / Individual eligible to provide loans in accordance with the law.
2. **Loan limit: Maximum 800 billion VND.**
3. Loan interest rate: According to the market and agreement with the Lender.
4. Loan term: The GMS authorizes the Board of Directors to decide on the loan term suitable to the capital usage needs and the Company's cash flow balancing capacity at the time of implementation.

5. Maximum collateral for the loan:
  - Assets legally owned by the Company or a related third party;
  - Property rights arising from the Project;
  - Shares/capital contributions in the project company; or
  - Other assets as decided by the Board of Directors and in accordance with legal regulations.
6. Purpose of loan capital: payment to the developer of the Apartment complex project at Lot D17 according to the value of the signed “Exclusive Marketing, Distribution, and Project Development Services” contract.
7. Authorization for the Board of Directors:
  - To search for and decide on the selection of a suitable Lender to implement the loan;
  - To decide on the details of the loan amount, interest rate, loan term, collateral, and financial efficiency for the loan;
  - To decide on the details of the loan usage plan, disbursement schedule, and other contents related to the Project;
  - To negotiate and reach an agreement with the Lender on the conditions, terms, commitments, and obligations of the Company to the Lender;
  - To sign, amend, and supplement loan agreements, security agreements, debt acknowledgment notes, and other necessary documents/papers between the Company and the Lender to carry out loan procedures;
  - To perform other necessary tasks and procedures to implement the loan in accordance with the law.
  - During the implementation of the above contents, the GMS agrees to authorize the Board of Directors to empower the Chairman of the Board of Directors and/or the General Director to carry out the necessary tasks and procedures for the loan.



The Board of Directors respectfully submits this to the GMS for consideration and approval.

Respectfully submitted./.

**Recipients:**

- *As above;*
- *Archived: Office, BOD.*

**ON BEHALF OF BOARD OF DIRECTORS  
CHAIRMAN OF BOARD OF DIRECTORS**



**Pham Tu Trong**